

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
LINCOLN STATION METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
SEPTEMBER 12, 2023

A special meeting of the Board of Directors of the Lincoln Station Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, September 12, 2023, at 8:00 a.m., via Microsoft Teams conference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Nathan Melchior, President
Jeremy Bayens, Secretary/Treasurer
James R. Francescon, Assistant Secretary

Absent and excused was Director Dustman.

Also, In Attendance Were:

Anna Jones, Shauna D’Amato and Carrie Beacom; CliftonLarsonAllen LLP (“CLA”)
Alicia J. Corley; Icenogle Seaver Pogue, P.C.
Michael Lund and Blaine Hawkins; Piper Sandler & Co.
Tarin Milord; Cushman Wakefield
Drew Zahora; Core Capital

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: The meeting was called to order at 8:02 a.m. by Director Melchior. Following review, upon a motion duly made by Director Melchior, seconded by Director Bayens and, upon vote, unanimously carried, the Board approved the agenda, as amended, and excused the absence of Director Dustman.

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements of Colorado law that certain disclosures would be required prior to taking official action at the meeting. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable written disclosures made by the Board members prior to this meeting in accordance with statute to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Director Melchior disclosed his association with Spectrum Properties, Ltd. This disclosure is associated with approval of items on the agenda that may affect his

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interests.

Director Francescon disclosed his ownership interest in Century Communities, Inc., which owns property within the District. Director Francescon also disclosed that he is employed with Century Communities, Inc. This disclosure was associated with approval of items on the agenda that could affect his interest.

It was noted by Attorney Corley that disclosures of potential conflicts of interest were filed with the Secretary of State and Board for Directors Melchior, Bayens, and Francescon, and no additional conflicts were disclosed at the meeting.

Quorum/Confirmation of Meeting Location/Posting of Notice: Quorum was confirmed and the meeting was properly noticed.

Public Comment: None.

CONSENT AGENDA

The Board considered the following actions:

- **Approve July 26, 2023 Special Meeting Minutes**

Upon a motion duly made by Director Melchior, seconded by Director Bayens and, upon vote, unanimously carried, the Board approved and/or ratified the consent agenda, accordingly.

FINANCIAL MATTERS

Refunding Options: Mr. Lund and Mr. Hawkins provided refunding option updates to the Board and noted that documents are almost complete. Discussion ensued. No action was taken.

Engagement Letter with Kutak Rock LLP as Bond Counsel: Ms. Jones reviewed the engagement letter with Kutak Rock LLP with the Board. Following review and discussion, upon a motion duly made by Director Melchior, seconded by Director Bayens and, upon vote, unanimously carried, the Board approved the engagement of Kutak Rock LLP as bond counsel.

LEGAL MATTERS

New Legislation and Annual Meeting – Wednesday November 15, 2023 at 10:00 a.m.: Attorney Corley reviewed the new legislation and requirements with the Board. Following discussion, the Board determined to move the November 15, 2023 meeting to Monday, November 13, 2023 at 11:00 a.m., and set the annual meeting for Monday, November 13, 2023 at 10:00 a.m. These meetings will have separate meeting invites.

Improvements to One Lincoln Station Outdoor Space: Mr. Zahora reviewed the proposed improvements with the Board. Discussion ensued. The

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Board is in support of the proposed improvements and maintenance associated with the improvements. No action was taken.

Signage Illustrating Improvements and Associated Maintenance: Ms. Milord reviewed the proposed signage with the Board. She reported that construction will start in Spring of 2024. Maintenance responsibility of the signage is with Cushman Wakefield. Discussion ensued. No Board action was taken.

MANAGER MATTERS

Storm Water Maintenance Task Order Services Contract with C&L Water Solutions, Inc.: Ms. Jones reviewed the contract with the Board and noted that the contract is for the remainder of 2023 and will auto renew for 2024, and work will be issued through Task Orders. Following review and discussion, upon a motion duly made by Director Bayens, seconded by Director Melchior and, upon vote, unanimously carried, the Board approved the Storm Water Maintenance Task Order Services Contract with C&L Water Solutions, Inc. with a not to exceed amount of \$50,000 per calendar year.

Amendment to Snow Management Services Contract with Snow Management Services, LLC for 2023-2024 Season: Ms. Jones reviewed the Amendment with the Board. Following review and discussion, upon a motion duly made by Director Francescon, seconded by Director Melchior and, upon vote, unanimously carried, the Board approved the Amendment to Snow Management Services Contract with Snow Management Services, LLC for the 2023-2024 season.

DIRECTOR MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, Director Melchior adjourned the meeting at 8:48 a.m.

Respectfully submitted,

By _____
Secretary for the Meeting